

CHELI & LYSHAK, P.L.C.
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26154 Woodward Avenue
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248.545.1700
Steven R. Pohl, Esq.

and

SANFORD P. ROSEN & ASSOCIATES, P.C.
Local Counsel to L+A Architects, Inc.
747 Third Avenue
New York, NY 10017-2803
(212) 223-1100
Sanford P. Rosen, Esq.

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

----- X
:
In re :
General Motors Corp., *et al.*, : Chapter 11
Debtors. : Case No. 09-50026 (REG)
: (Jointly Administered)
----- X

**LIMITED OBJECTION OF L+A ARCHITECTS, INC. TO
DEBTORS' NOTICE OF PROPOSED ASSUMPTION AND ASSIGNMENT OF
EXECUTORY CONTRACTS AND UNEXPIRED LEASES**

L+A Architects, Inc. (“**L & A**”), by its undersigned counsel, as and for its
objection to the proposed cure amount (the “**Cure Amount**”) scheduled by the Debtors with
respect to its Assumable Executory Contracts, as such term is defined in the Notice of (I)

Debtors' Intent to Assume and Assign Certain Executory Contracts, Unexpired Leases of Personal Property, and Unexpired Leases of Nonresidential Real Property and (I) Cure Amounts Related Thereto (the "**Notice**"), respectfully represents:

1. L & A is a non-debtor counterparty to an Assumable Executory Contract, as such terms are defined in the Notice.
2. The Debtors' schedule of Assumable Executory Contract misstates the Cure Amount with respect to L & A's Assumable Executory Contract. L & A is actually due \$31,655.00. Copies of L & A's April 30, 2009 and May 31, 2009 invoices and corresponding billing summaries, which substantiate the amounts due are annexed hereto.
3. L & A objects to the assumption and assignment of its agreement unless and until the correct Cure Amount of \$31,655.00 is paid in full.

WHEREFORE, L & A respectfully requests that the Court (a) condition any assumption and assignment of its agreement with the Debtors on the payment in full of the outstanding amount due under its agreements in compliance with section 365 of the Bankruptcy Code and (b) grant it such other and further relief as the Court deems just and proper.

Dated: New York, New York
June 12, 2009

CHELI & LYSHAK, P.L.C.
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SANFORD P. ROSEN & ASSOCIATES, P.C.
Local Counsel to L+A Architects, Inc.

By: /s/ Sanford P. Rosen
Sanford P. Rosen

747 Third Avenue
New York, NY 10017-2803
(212) 223-1100



L + A ARCHITECTS, INC. A.I.A

April 30, 2009

REVISED INVOICE NO. 3438

(This invoice replaces invoice no. 3407, 3434, and 3435 as requested
on 6-1-09 per the direction of Erica Lowe with General Motors and
Bob Salenik with Saturn Corporation.)

GM Financial Shared Services
Acquisition Business Process
PO Box 63490
Phoenix, AZ 85082-3490

Attention: Olympic Receiving

RE: xSET/iSET Prototypes & RED2
26-Digit Account Number: SD-8610-17503-09656-000-000-00000
Release/Purchase Order Number: GMR90390
Purchase Request Number: PR920038

For Architectural and Engineering Services in connection with RED 2 Saturn Retail Facilities, SFE Compliance, Saturn xSET and Saturn iSET Development.

L + A Architects, Inc. Labor for the Months of
January, February, March, April 2009..... \$9,072.50

L + A Architects, Inc. Reimbursable Expenses / Fees for the Months of
January, February, March, April 2009..... \$21,765.00

TOTAL AMOUNT DUE \$30,837.50

The above charges cover work incurred by us for the months of January, February, March, April 2009.

**L+A ARCHITECTS
INCORPORATED**

**GENERAL MOTORS
Billing Summary**

1 Invoice #	3438
2 Invoice Date	1-1-09 thru 4-30-09
3 Job Reference	XSET/SET Prototypes & RED2
4 Job Requested by	Saturn Division Facility Image
5 Date Services	1-1-09 thru 4-30-09
6 26-Digit Account #	60-8810-17502-09856-000-000-00000
7 Purchase Request #	PR920038
8 Release / Purchase Order #	GMR90390

This Invoice Replaces Invoice No. 3407, 3434 and 3435 as requested on 6-1-09 per the direction of Erica Lowe with General Motors and Bob Salenik with Saturn Corporation.

Item Sequence	Item Identification	Description	Unit of Measure	Unit Cost	Quantity	Total
11	1415-00MW	FACILITY SERVICES PROJECT MANAGER 1	HOUR	\$80.00	30.5	\$ 2,440.00
12	1415-00MX	FACILITY SERVICES ARCHITECT 1	HOUR	\$70.00	70	\$ 4,900.00
13	1415-00MY	FACILITY SERVICES ARCHITECT 2	HOUR	\$60.00	0	\$ -
14	1415-00N0	FACILITY SERVICES DESIGNER 1	HOUR	\$70.00	0	\$ -
15	1415-00N1	FACILITY SERVICES DESIGNER 2	HOUR	\$60.00	0	\$ -
16	1415-00N2	FACILITY SERVICES CADD OPERATOR 1	HOUR	\$50.00	0	\$ -
17	1415-00N3	FACILITY SERVICES CADD OPERATOR 2	HOUR	\$45.00	0	\$ -
18	1415-00N4	FACILITY SERVICES PROJECT COORDINATOR	HOUR	\$45.00	38.5	\$ 1,732.50
19	TRNG-TRVL 1294-09TN	FACILITY SERVICES TRAVEL & MISCELLANEOUS EXPENSES BILLED AT COST	UNIT	\$1.00	21765	\$ 21,765.00
TOTAL INVOICE AMOUNT						\$ 30,837.50

GM Approver: Bob Salenik / Erica Lowe

L+A Architects, Inc. Billing Summary

Invoice No. 3438 4/30/2009

		Client Project #:	Region:
04130	SFE Compliance RED2, xSET, iSET, Signage		
	Address/Cross Streets:		
	L+A Labor:		
	Greg Lautzenheiser 301	3.00 hours @ \$80.00 /hour	\$240.00
	Greg Lautzenheiser 308	3.00 hours @ \$80.00 /hour	\$240.00
	Greg Lautzenheiser 401	19.00 hours @ \$80.00 /hour	\$1,520.00
	Kari Tinkham 301	32.00 hours @ \$45.00 /hour	\$1,440.00
	Kari Tinkham 836	4.50 hours @ \$45.00 /hour	\$202.50
	Richard Burke 301	10.00 hours @ \$70.00 /hour	\$700.00
	Richard Burke 308	5.50 hours @ \$70.00 /hour	\$385.00
	Richard Burke 713	10.00 hours @ \$70.00 /hour	\$700.00
	Tamer Adman 301	3.50 hours @ \$70.00 /hour	\$245.00
	Tamer Adman 308	44.50 hours @ \$70.00 /hour	\$3,115.00
	Tamer Adman 713	16.50 hours @ \$70.00 /hour	\$1,155.00
	Labor Totals	151.50	\$9,942.50
	Project Total		\$9,942.50
FL	Kissimmee	Client Project #:	Region:
07143	Saturn of Osceola		
	Address/Cross Streets: 2184 E. Irlo Bronson Mem. Hwy.		
	Reimbursables		
	L+A ISET Fee (ISET Preliminary Design)		\$3,625.00
	Reimbursables Total		\$3,625.00
	Project Total		\$3,625.00
FL	Panama City	Client Project #:	Region:
07019	Saturn of Gulf Coast		
	Address/Cross Streets:		
	Reimbursables		
	L+A ISET Fee (ISET Preliminary Design)		\$3,625.00
	L+A xSET Fee (xSET Preliminary Design)		\$10,875.00
	Reimbursables Total		\$14,500.00
	Project Total		\$14,500.00

L+A Architects, Inc. Billing Summary

Invoice No. 3438 4/30/2009

NY	Roslyn	Client Project #:	Region:
08023-01	Saturn of East Hills Roslyn (xSET)		
	Address/Cross Streets: 1039 Northern Blvd.		
L+A Labor:			
Carolyn Lautzenheis	301	1.00 hours @ \$45.00 /hour	\$45.00
Greg Lautzenheiser	301	3.50 hours @ \$80.00 /hour	\$280.00
Richard Burke	301	2.50 hours @ \$70.00 /hour	\$175.00
Tamer Adman	103	1.00 hours @ \$70.00 /hour	\$70.00
Tamer Adman	401	3.50 hours @ \$70.00 /hour	\$245.00
Labor Totals		11.50	\$815.00
Project Total			\$815.00
NY	Roslyn	Client Project #:	Region:
08023-02	Saturn of East Hills Roslyn (iSET)		
	Address/Cross Streets: 1039 Northern Blvd.		
L+A Labor:			
Tamer Adman	401	1.00 hours @ \$70.00 /hour	\$70.00
Labor Totals		1.00	\$70.00
Project Total			\$70.00
VA	Alexandria	Client Project #:	Region:
08001-01	Saturn of Alexandria (xSET)		
	Address/Cross Streets: 499 S. Pickett St.		
L+A Labor:			
Carolyn Lautzenheis	301	1.00 hours @ \$45.00 /hour	\$45.00
Greg Lautzenheiser	301	1.00 hours @ \$80.00 /hour	\$80.00
Richard Burke	301	6.00 hours @ \$70.00 /hour	\$420.00
Richard Burke	303	6.00 hours @ \$70.00 /hour	\$420.00
Richard Burke	308	6.00 hours @ \$70.00 /hour	\$420.00
Labor Totals		20.00	\$1,385.00
Project Total			\$1,385.00
VA	Alexandria	Client Project #:	Region:
08001-02	Saturn of Alexandria (iSET)		
	Address/Cross Streets: 499 S. Pickett St.		
L+A Labor:			
Greg Lautzenheiser	301	1.00 hours @ \$80.00 /hour	\$80.00
Richard Burke	303	6.00 hours @ \$70.00 /hour	\$420.00
Labor Totals		7.00	\$500.00
Project Total			\$500.00

SATURN CORPORATION

Invoice Number:
Invoice Date:

3438
30-Apr-09



L + A ARCHITECTS, INC. A.I.A

May 31, 2009

INVOICE NO. 3441

GM Financial Shared Services
Acquisition Business Process
PO Box 63490
Phoenix, AZ 85082-3490

Attention: Olympic Receiving

RE: xSET/ISET Prototypes & RED2
26-Digit Account Number: SD-8610-17503-09656-000-000-00000
Purchase Order Number: GMR85072
Purchase Request Number: PR920038

For Architectural and Engineering Services in connection with RED 2 Saturn Retail Facilities, SFE Compliance, Saturn xSET and Saturn ISET Development.

L + A Architects, Inc. Labor for the Month of May 2009 \$817.50

TOTAL AMOUNT DUE	\$817.50
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The above charges cover work incurred by us for the month of May 2009.

RE: **LABOR BREAKDOWN**
INVOICE NO. 3441
May 2009

Greg Lautzenheiser (Project Manager I) 1.50 hours @ \$80.00/hour.....	\$120.00
Richard Burke (Senior Designer I) 7.50 hours @ \$70.00/hour.....	\$525.00
Tamer Adman (Architect I) 1.50 hours @ \$70.00/hour	\$105.00
Kari Tinkham (Project Coordinator) 1.50 hours @ \$45.00/hour	\$67.50
TOTAL LABOR for May 2009 12.00 hours	\$817.50

**L+A ARCHITECTS
 INCORPORATED**

**GENERAL MOTORS
 Billing Summary**

1 Invoice #	3441
2 Invoice Date	5/31/2009
3 Job Reference	XSET/SET:Prototypes & RED2
4 Job Requested by	Salom Division:Facility Image
5 Date Services	May 2009
6 26-Digit Account #	SD-8610-17803-09866-000-000-00000
7 Purchase Request #	PR920038
8 Release / Purchase Order #	GMR85072

Item Sequence	Item Identification	Description	Unit of Measure	Unit Cost	Quantity	Total
11	1415-00MW	FACILITY SERVICES PROJECT MANAGER 1	HOUR	\$80.00	1.5	\$ 120.00
12	1415-00MX	FACILITY SERVICES ARCHITECT 1	HOUR	\$70.00	1.5	\$ 105.00
13	1415-00MY	FACILITY SERVICES ARCHITECT 2	HOUR	\$60.00	0	\$ -
14	1415-00NO	FACILITY SERVICES DESIGNER 1	HOUR	\$70.00	7.5	\$ 525.00
15	1415-00N1	FACILITY SERVICES DESIGNER 2	HOUR	\$60.00	0	\$ -
16	1415-00N2	FACILITY SERVICES CADD OPERATOR 1	HOUR	\$50.00	0	\$ -
17	1415-00N3	FACILITY SERVICES CADD OPERATOR 2	HOUR	\$45.00	0	\$ -
18	1415-00N4	FACILITY SERVICES PROJECT COORDINATOR	HOUR	\$45.00	1.5	\$ 67.50
19	TRNG-TRVL 1294-09TN	FACILITY SERVICES TRAVEL & MISCELLANEOUS EXPENSES BILLED AT COST	UNIT	\$1.00	0	\$ -
TOTAL INVOICE AMOUNT					\$	817.50

SATURN CORPORATION

Invoice Number:
Invoice Date:

3447

INVOICE 3441 (5-09) - SATURNXIS

SATURN CORPORATION

Invoice Number: 3441
Invoice Date: 31-May-09

INVOICE 3441 (5-09) - SATURN.xls

1 of 1

L+A Architects, Inc. Billing Summary

Invoice No. 3441 5/31/2009

		Client Project #:	Region:
04130	SFE Compliance RED2, xSET, iSET, Signage		
	Address/Cross Streets:		
L+A Labor:			
Greg Lautzenheiser	301	1.50 hours @ \$80.00 /hour.....	\$120.00
Kari Tinkham	301	1.50 hours @ \$45.00 /hour.....	\$67.50
Richard Burke	301	7.50 hours @ \$70.00 /hour.....	\$525.00
Tamer Adman	401	1.50 hours @ \$70.00 /hour.....	\$105.00
Labor Totals		12.00	\$817.50
Project Total			\$817.50